

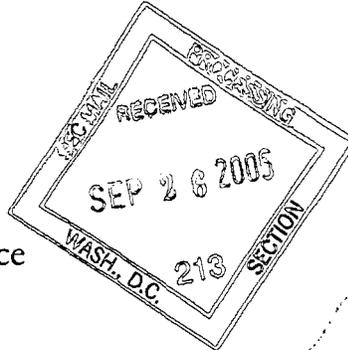
X-Cal Resources Ltd.
PO Box 48479 Bentall Centre
Vancouver, BC V7X 1A0
Tel: (604) 662-8245 Fax: (604) 688-7740



DELIVERED BY MAIL

September 19, 2005

Office of International Corporate Finance
Securities & Exchange Commission
450 - 5th Street NW
Mail Stop 3-9
Washington, DC 20549 USA



SUPPL

To Whom It May Concern:

Re: XCL - EXEMPTION # 82-1655

Please find enclosed the latest News Release by X-Cal Resources Ltd. dated September 20, 2005.

Sincerely,
X-CAL RESOURCES LTD.

Sharon MacLellan
/sml
+ encl



X-Cal Resources Ltd.

TSX/XCL

September 20, 2005

News Release

X-Cal Resources - Annual Meeting Report

All resolutions as proposed by management were passed at the 2005 X-Cal Resources Ltd Annual Meeting in Toronto last week. The shareholders voted 37,432,114 common shares out of 76,135,225 in issue. The strong voter turnout is appreciated by management and reflects a loyal shareholder base.

Shareholders at the meeting viewed a presentation by Keith Blair Msc. which updated "The Sleeper Gold Project", "The Mill Creek Gold Project" and introduced "The Reese River Pediment Project". The presentations can be viewed at www.x-cal.com.

X-Cal president Shawn Kennedy said: "X-Cal is reviewing growth opportunities that could increase the size of the company. The current business environment necessitates growth to achieve the appropriate ratios of administrative expense relative to project expenditures. Capital Markets Advisory, a Toronto based firm that specializes in merger and acquisition analysis, is retained by the company to assist with evaluating opportunities".

The shareholders were told that the "Sleeper Joint Venture" (50% X-Cal/50% New Sleeper Gold) has advanced the 30 square mile Sleeper Gold District located in Humboldt County, Nevada and that the large volume of new data is being used to target additional drilling. Mr. Blair outlined some of the targeting data, results to date and proposed drilling (see AGM presentation).

The shareholders were also informed that drill testing by Placer Dome of X-Cal's 100% owned 720 acre "Mill Creek Gold Property" located in Lander County, Nevada is ongoing. An option to purchase agreement with Placer Dome was announced on June 29, 2005 (see press releases dated June 29 and July 11/05). A deep drill test is currently underway in the southwest portion of the property (see AGM presentation).

Introduction of the new X-Cal/Placer Dome "Reese River Pediment Project" located in the Cortez Area, Lander County, Nevada, completed the presentations (see presentation at www.x-cal.com and press release dated Sept. 15/05).

The president stated that: "X-Cal has a suite of Nevada gold projects and able geotechnical people to advance them. The company believes that reserve replacement by exploration will be necessary for the industry to maintain current production levels. Projects that are in proximity to existing production facilities should have priority. We conclude that continued exploration of all three of X-Cal's Nevada gold projects is warranted."

The contents of this release and related material have been reviewed by Keith Blair, M.Sc. who is a qualified person as defined by NI-43-101.

Caution Concerning Forward-Looking Statements

This news release and related documents may contain certain "forward-looking statements" including, but not limited to, statements relating to interpretation of drilling results and potential mineralization, future exploration work at the Mill Creek, the Sleeper Gold and the Reese River projects and the expected results of this work. Forward looking statements are statements that are not historical facts and are subject to a variety of risks and uncertainties which could cause actual events or results to differ materially from those reflected in the forward-looking statements, including, without limitation: risks related to fluctuations in gold prices; uncertainties related to raising sufficient financing to fund the planned work in a timely manner and on acceptable terms; changes in planned work resulting from weather, logistical, technical or other factors; the possibility that results of work will not fulfill expectations and realize the perceived potential of the Mill Creek, the Sleeper Gold and the Reese River projects; uncertainties involved in the interpretation of drilling results and other tests; the possibility that required permits may not be obtained in a timely manner or at all; risk of accidents, equipment breakdowns or other unanticipated difficulties or interruptions; the possibility of cost overruns or unanticipated expenses in the work program; the risk of environmental contamination or damage resulting from the exploration operations at the Mill Creek, the Sleeper Gold and the Reese River projects.

Forward-looking statements contained in this release and related documents are based on the beliefs, estimates and opinions of management on the date the statements are made. There can be no assurance that such statements will prove accurate. Actual results may differ materially from those anticipated or projected. X-Cal Resources undertakes no obligation to update these forward-looking statements if management's beliefs, estimates or opinions, or other factors, should change.

Shawn Kennedy
President

Visit our Website: www.x-cal.com

E-Mail: invrel@x-cal.com

For further information contact: Shawn Kennedy, President

Tel: (604) 662-8245 Fax: (604) 688-7740

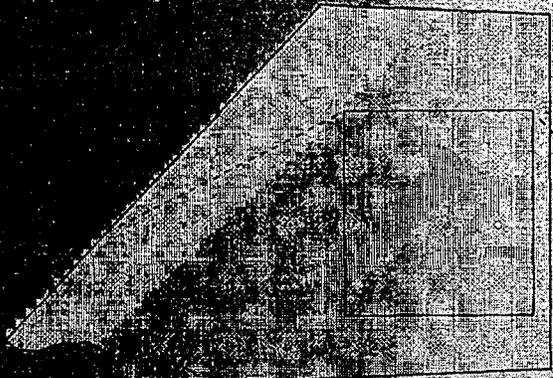
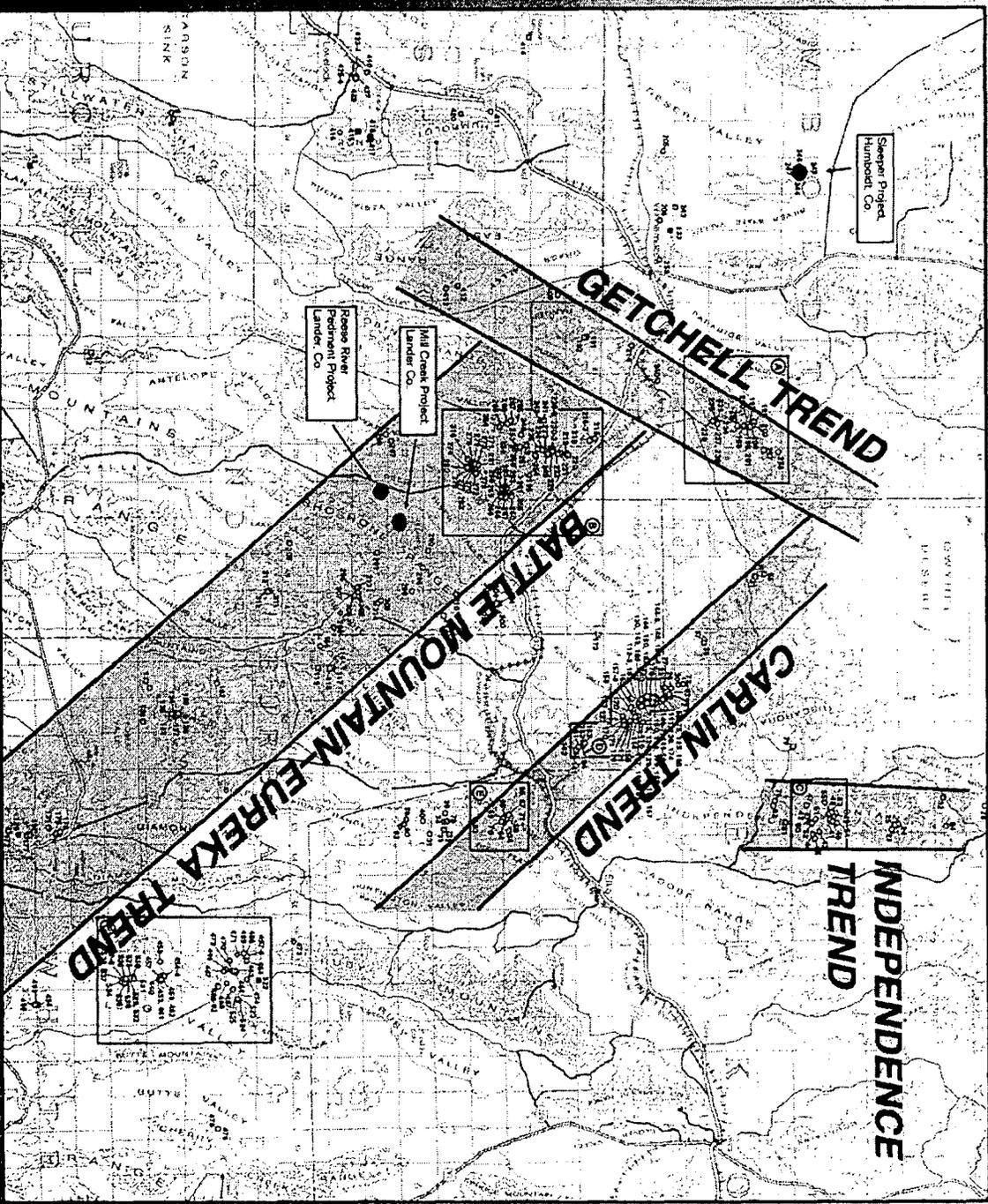
Note: X-Cal Resources Ltd. can be referenced through the Standard & Poors Directory.

X-Cal Resources Ltd.

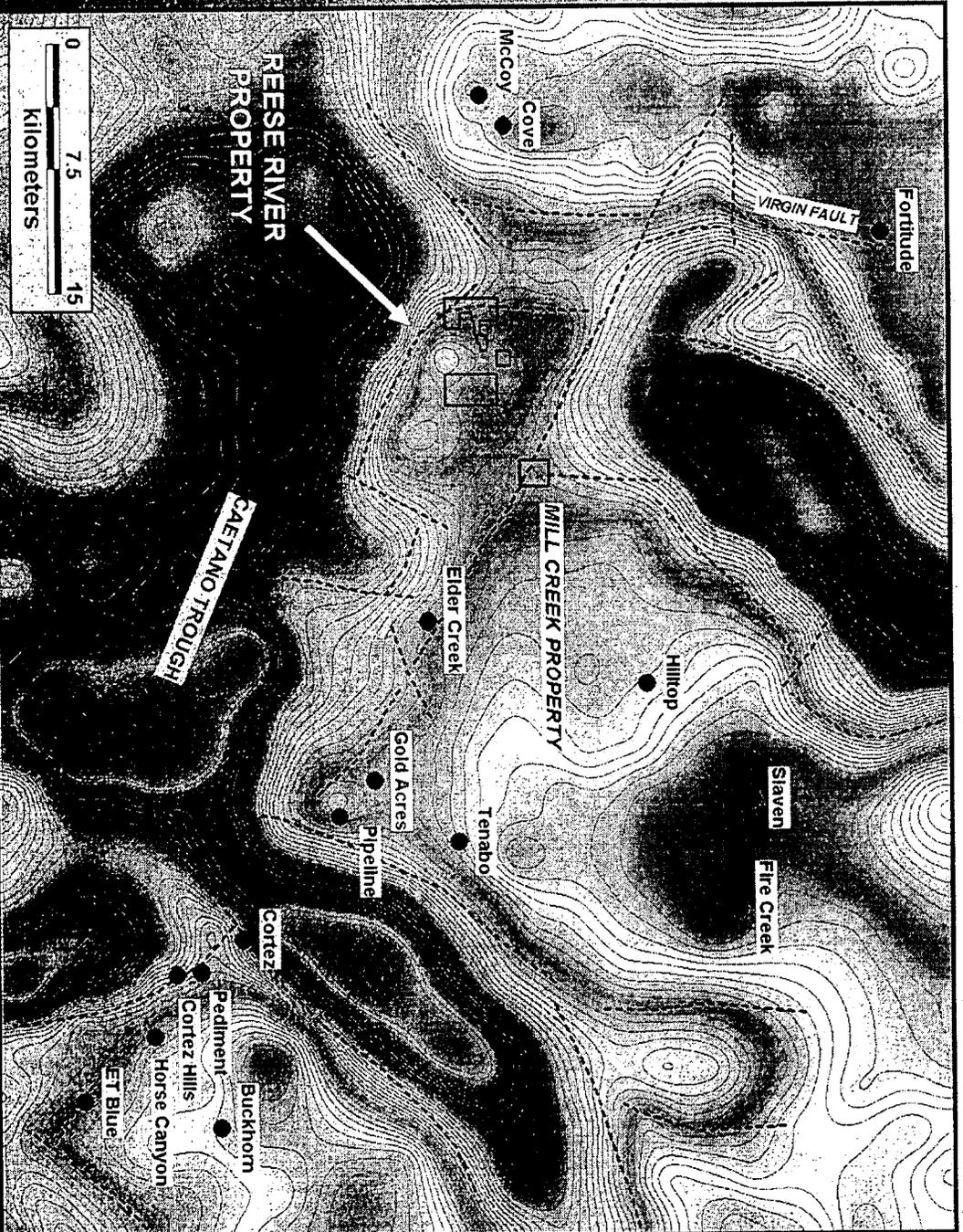
2005 Exploration Summary

- Reese River Pediment Project, Lander Co., NV.
- Mill Creek Project, Lander Co., NV.
- Steepers Project, Humboldt Co., NV.

X-Cal Resources Ltd. - Nevada Projects and Known Mineral Belts



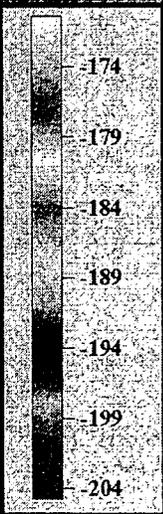
REESE RIVER PROPERTY USGS GRAVITY





**REESE RIVER
PROPERTY
USGS GRAVITY**

HORSE MTN WINDOW

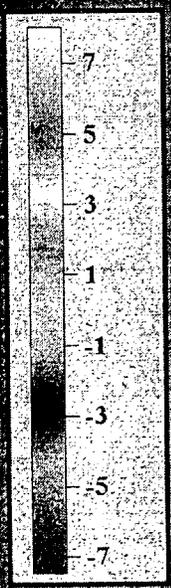


mgals / CI = 1.0



**REESE RIVER
PROPERTY
USGS GRAVITY
RESIDUAL**

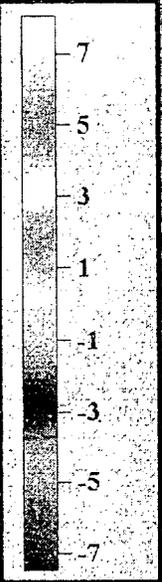
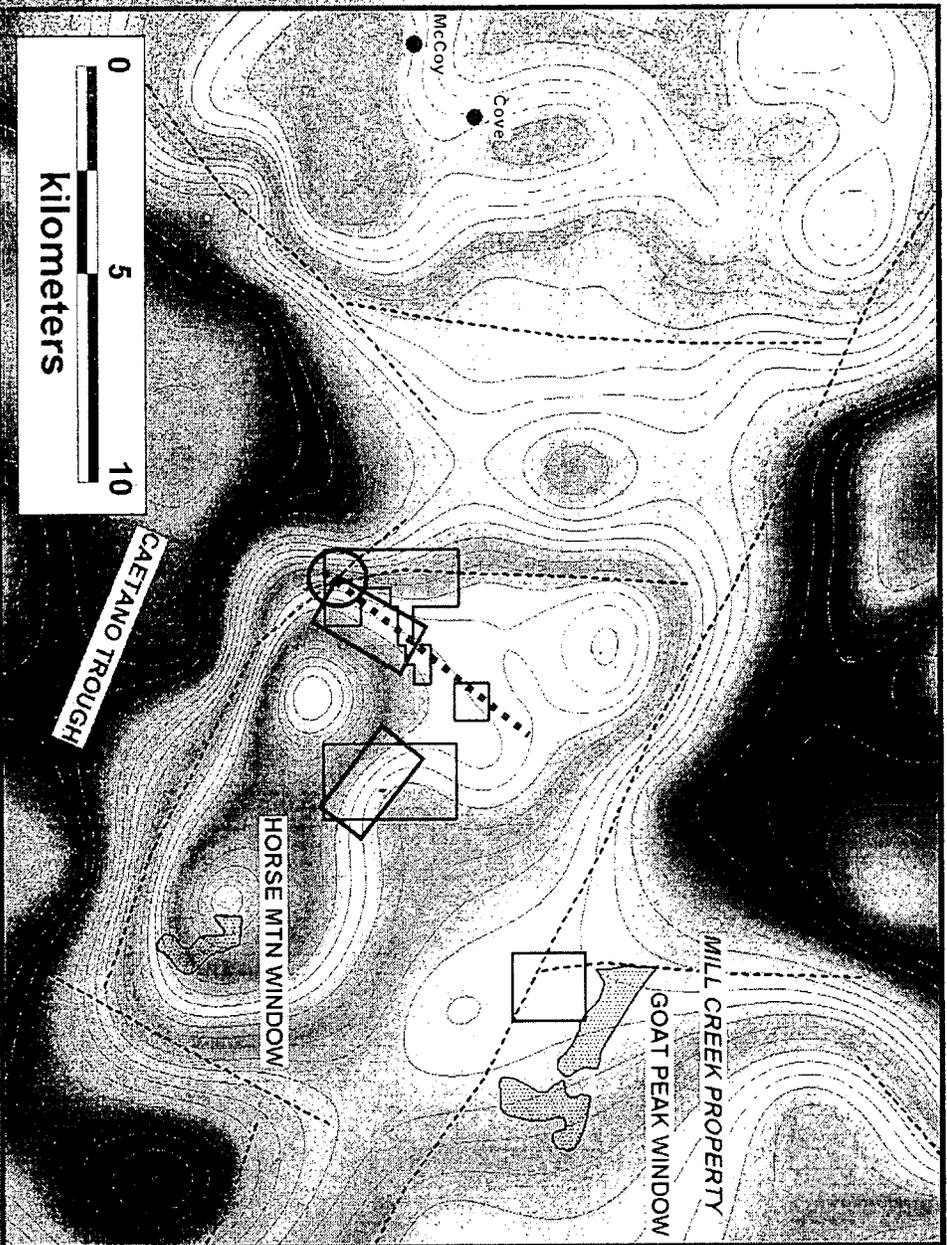
GREATER HORSEMTN WINDOW



mgals / CI = 0.5

REESE RIVER PROPERTY USGS GRAVITY RESIDUAL

FLANKS OF HORSE MTN WINDOW
GROSS STRUCTURE
STRUCTURAL INTERSECTION



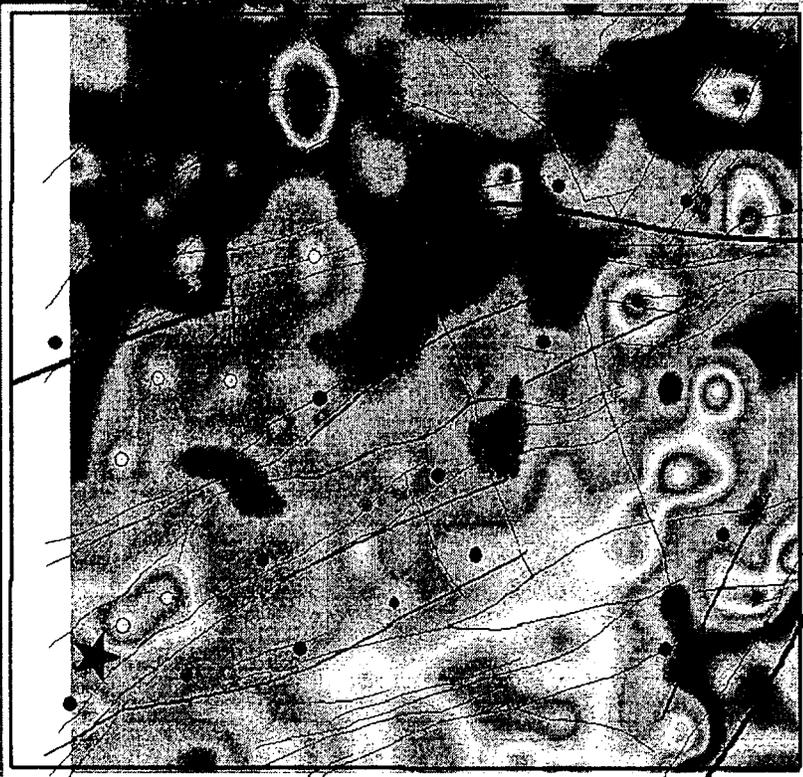
mgals / CI = 0.5

Mill Creek Project

- 2004 drilling results show anomalous gold mineralization in Carlin/Cortez-type host rocks along with anomalous trace-metal geochemistry and favorable structural setting. (41 holes, 3784 m; Technical Report (Tab. 28, 2005))
- 29 drill holes proposed (5 m and 10 m holes)
- **Optional** to Phase 2 Development
(Phase 2, Dec 29, 2004)

2005 Mill Creek Targets

(with Placer Dome drill sites)



SLEEPER PROJECT

2005 Exploration Strategy

- Refine the geological model of Sleeper Deposit to aid discovery of more mineralization & another Sleeper.
- West Wood, Range Front, Slumbering Hills; refine & test specific targets.
- Path extension to evaluate near-pit resources. The mineralized area is of low grade.

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Proposed 2005 Drill Targets

- West Wood (up-dip, along strike)
- Bedrock Casino (up-dip, along strike from 2004 intercepts)
- Range Front structural zone
- West Wood parallel targets

(Strike-slip from 2004 intercepts)



SLEEPER 2005 DRILLING

Drilling to date (2005):

17 RC holes, 3,306m (45% of RC program)

20 Core holes, 3,871m (74% of core program)

Best results:

17W-93 113.5m AuEq

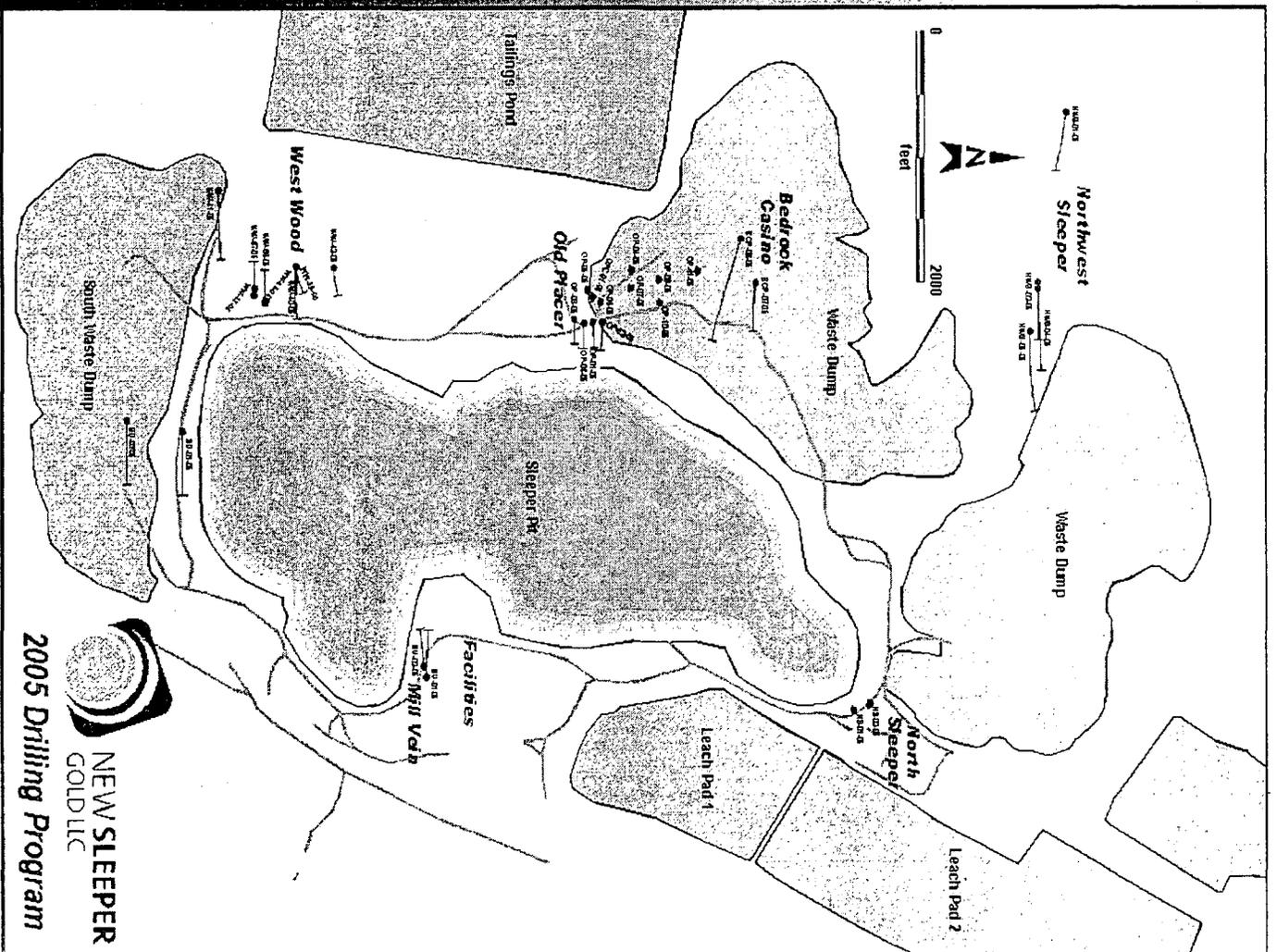
16E-24 117.1m AuEq

21E-1 113.5m AuEq

21E-2 113.5m AuEq

21E-3 113.5m AuEq

21E-4 113.5m AuEq

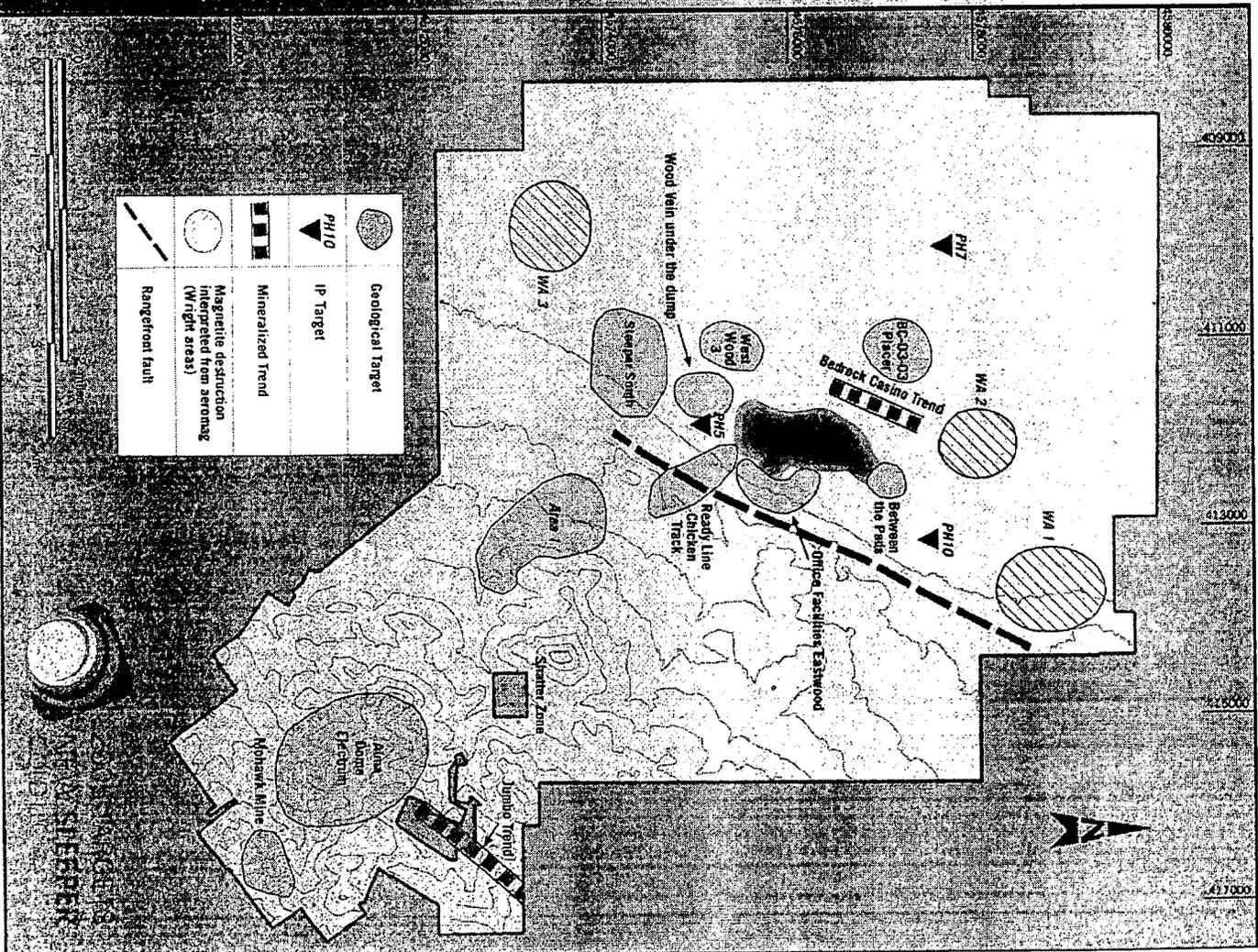


SLEEPER 2005 TARGETS

Pediment Target Generation (blind)

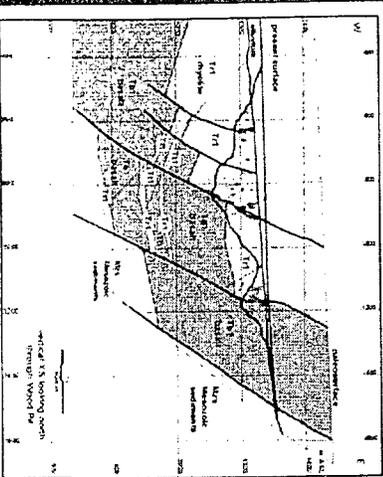
- Re-logging of old drill holes
- Trenching
- Clay Mineralogy
- Geological Modeling
- Hg soil gas surveys
- CO₂, O₂ soil gas surveys
- Soil pH surveys
- Airborne Magnetics

Geological Map of the SLEEPER Property



SLEEPER GEOLOGY

Improved understanding of relationships between geology, structure, alteration & mineralization



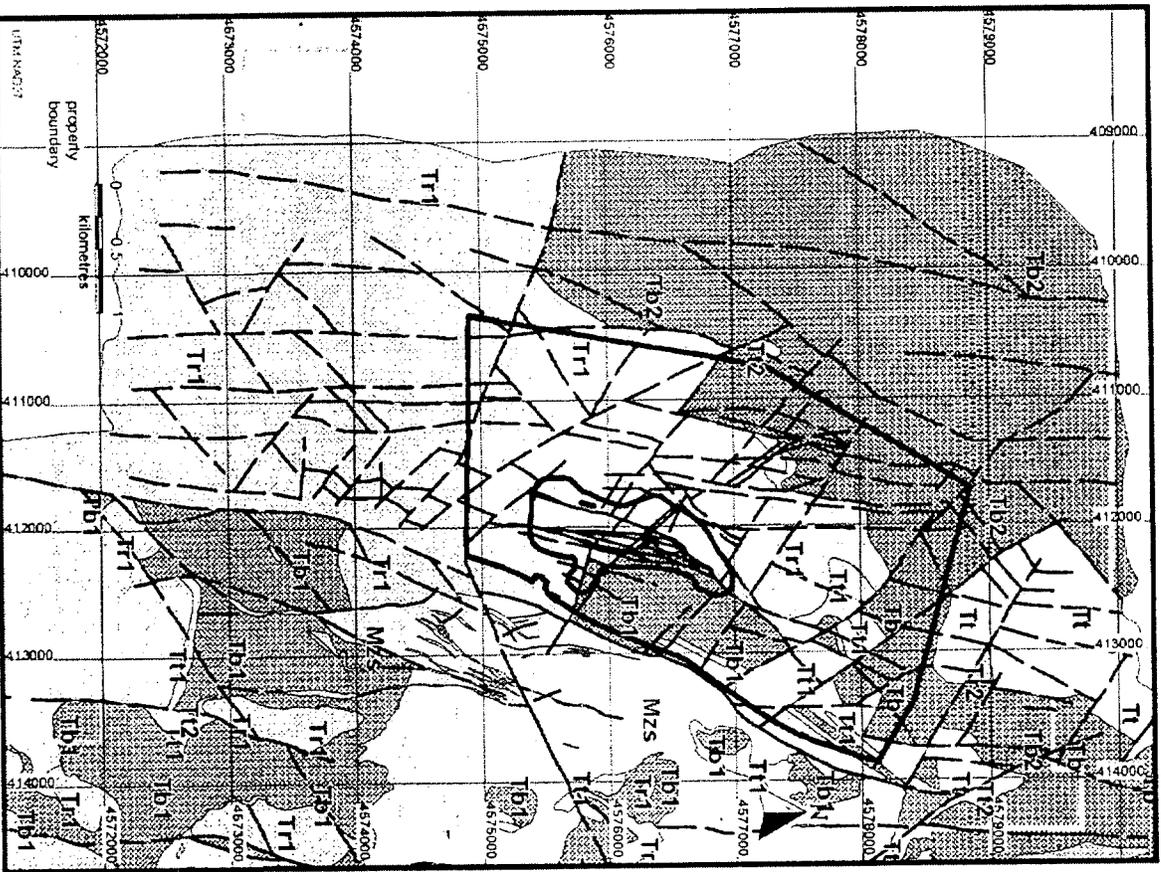
Tertiary
 Tt1 tuff
 Tt2 basal
 Tt3 undifferentiated
 Tt4 mafic
 Tt5 volcanic
 Tt6 post 16 Ma mafic
 Tt7 post 16 Ma tuff

Mesozoic
 Mz1 Mz2
 Mz3 Mz4
 Mz5 Mz6
 Mz7 Mz8
 Mz9 Mz10
 Mz11 Mz12
 Mz13 Mz14
 Mz15 Mz16
 Mz17 Mz18
 Mz19 Mz20
 Mz21 Mz22
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 Mz77 Mz78
 Mz79 Mz80
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 Mz83 Mz84
 Mz85 Mz86
 Mz87 Mz88
 Mz89 Mz90
 Mz91 Mz92
 Mz93 Mz94
 Mz95 Mz96
 Mz97 Mz98
 Mz99 Mz100

Mineralized zones
 (50, 311, 0 and A10)

one hole

New Sleeper Gold LLC
 Simplified Geology
 August, 2005



Tertiary

- Tb basalt undifferentiated
- Tt tuff undifferentiated
- Tt2 13.6 Ma felsic volcanics
- Tb2 post 16 Ma mafic volcanics
- Tt2 post 16 Ma tuff
- Tt1 - 17Ma felsic volcanics
- Tb1 ~17 Ma mafic volcanics
- Tt1 early tuffs and volcanic sediments

Mesozoic

- Mz1 Cretaceous granodiorite
- Mz5 Triassic to Jurassic metasediments

Geology interpreted by G. Ferdock

- structures, high confidence
- - - structures, inferred
- mineralized zone

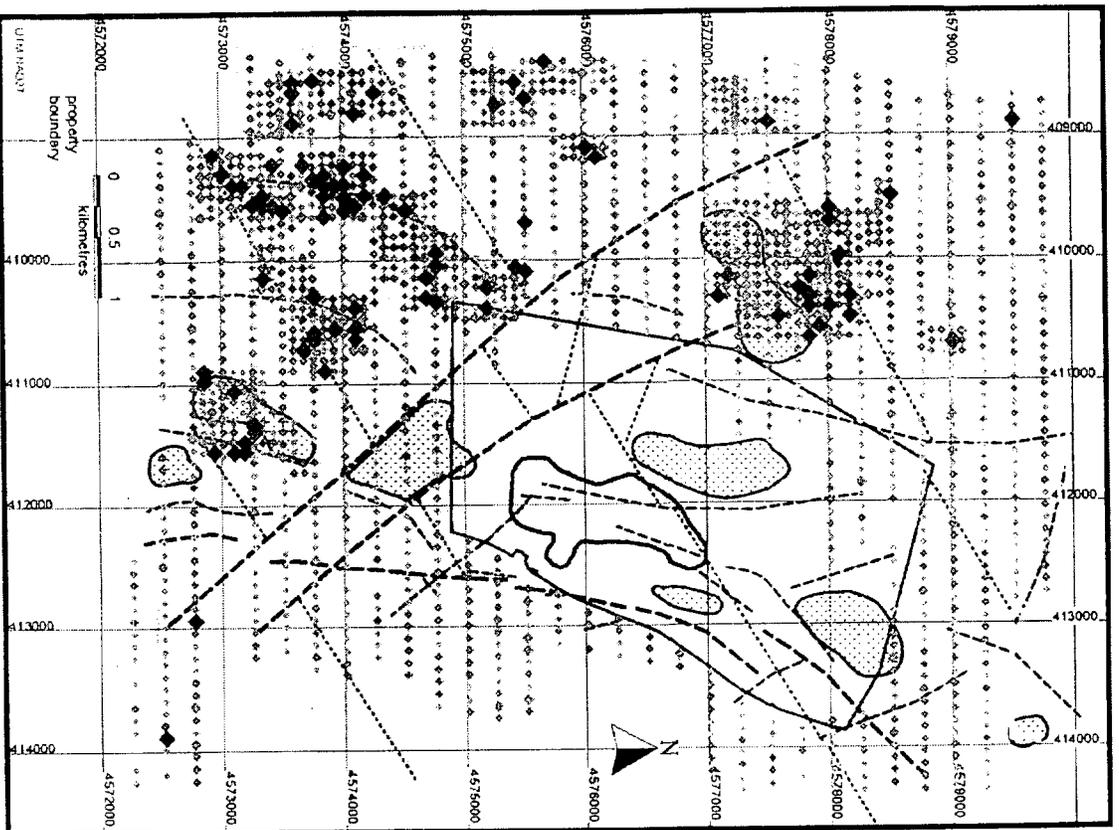
NEW SLEEPER GOLD LLC
 Bedrock Geology
 August, 2005

SLEEPER

Quicksilver

Mercury Vapor Survey

Phase 2 Infill
1001 by 80 m grid



ng Hg

- ◆ 50 to 135
- ◆ 25 to 50
- ◆ 14 to 25
- ◆ 6 to 14
- ◆ 3 to 6
- ◆ 0 to 3

Hg analyses by Quicksilver Systems

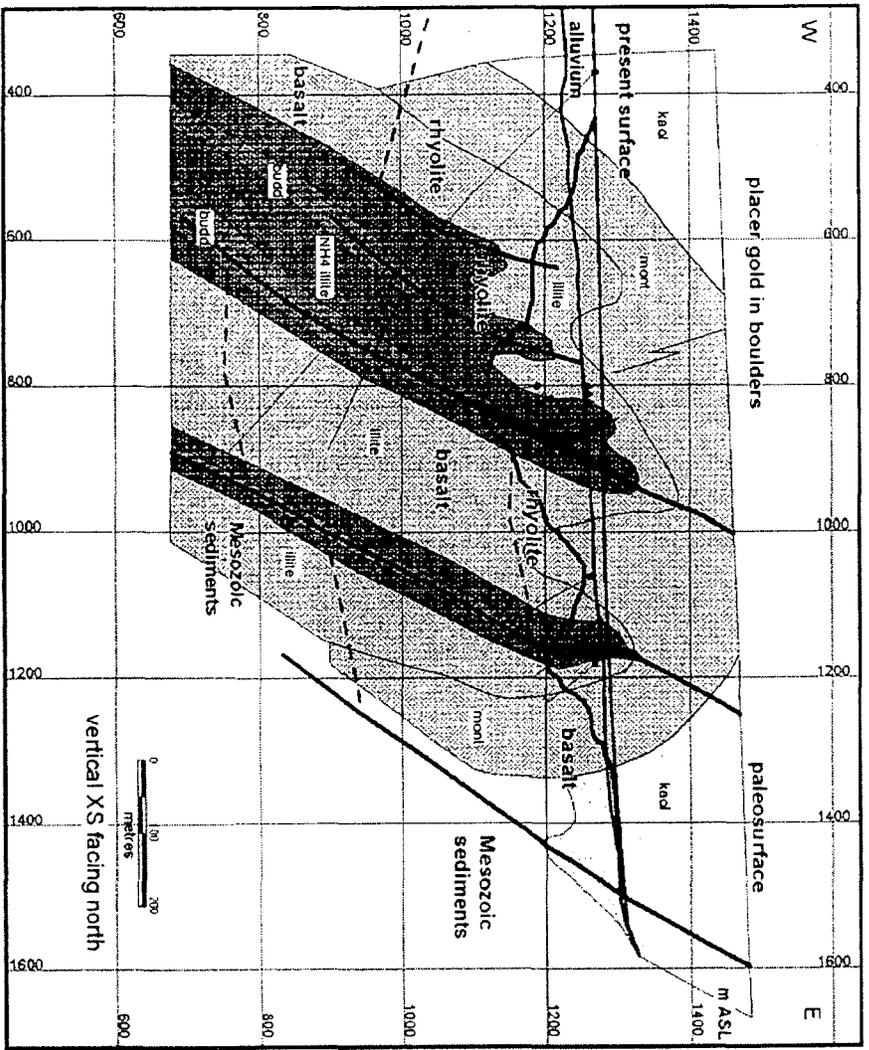
alteration and structures
interpreted by J. Wright
from geophysics

structures inferred by R. Histed
and M. O'Donnell

NEW SLEEPER GOLD LLC
Mercury Vapor Compilation
Phase 1 and Phase 2
August, 2005

SLEEPER ALTERATION MODEL - ZONATION

Spectral Reflectance Data / Clay Mineralogy



- Key Clay Minerals**
- kaolinite
 - montmorillonite
 - illite
 - NH4 illite
 - buddingtonite

- quartz-sulphide and gold mineralization
- drill hole

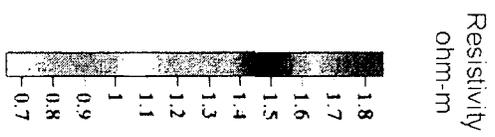
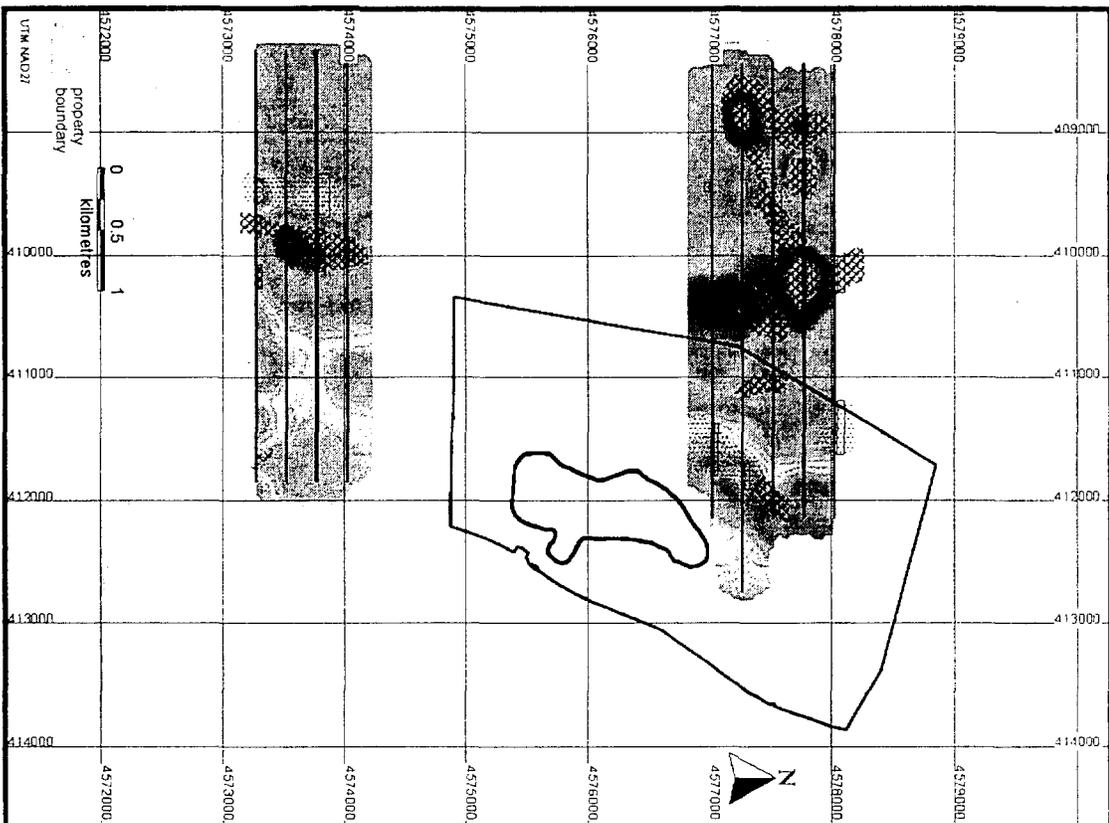
After Corbett, 2005

New Sleeper Gold LLC
Simplified Clay Distribution Model
August, 2005

SLEEPER GEOPHYSICS

MT

- Deep looking electrical method that measures resistivity
- 8 lines, 24 line-Km
- Helps with definition of possible "altered" rock zones
- NW and SW target areas are highlighted



MT survey by
Quantech

section interpretation by J. Wright
projected onto plan

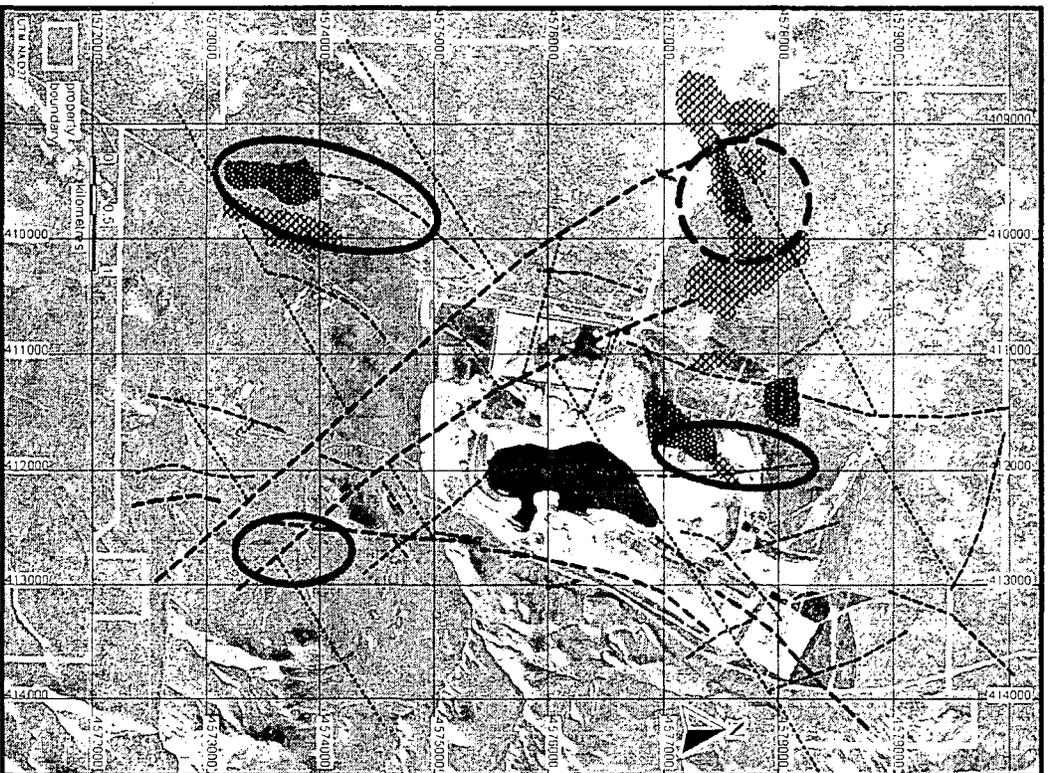
- possible argillic alteration
- possible silicic alteration

NEW SLEEPER GOLD LLC
Magneto-Telluric Results - 900m Level
with Projected Alteration
August, 2005

SLEEPER TARGET AREAS

Targets based on coincident:

- Geological/Structural interpretations
- Geophysics
- Geochemistry



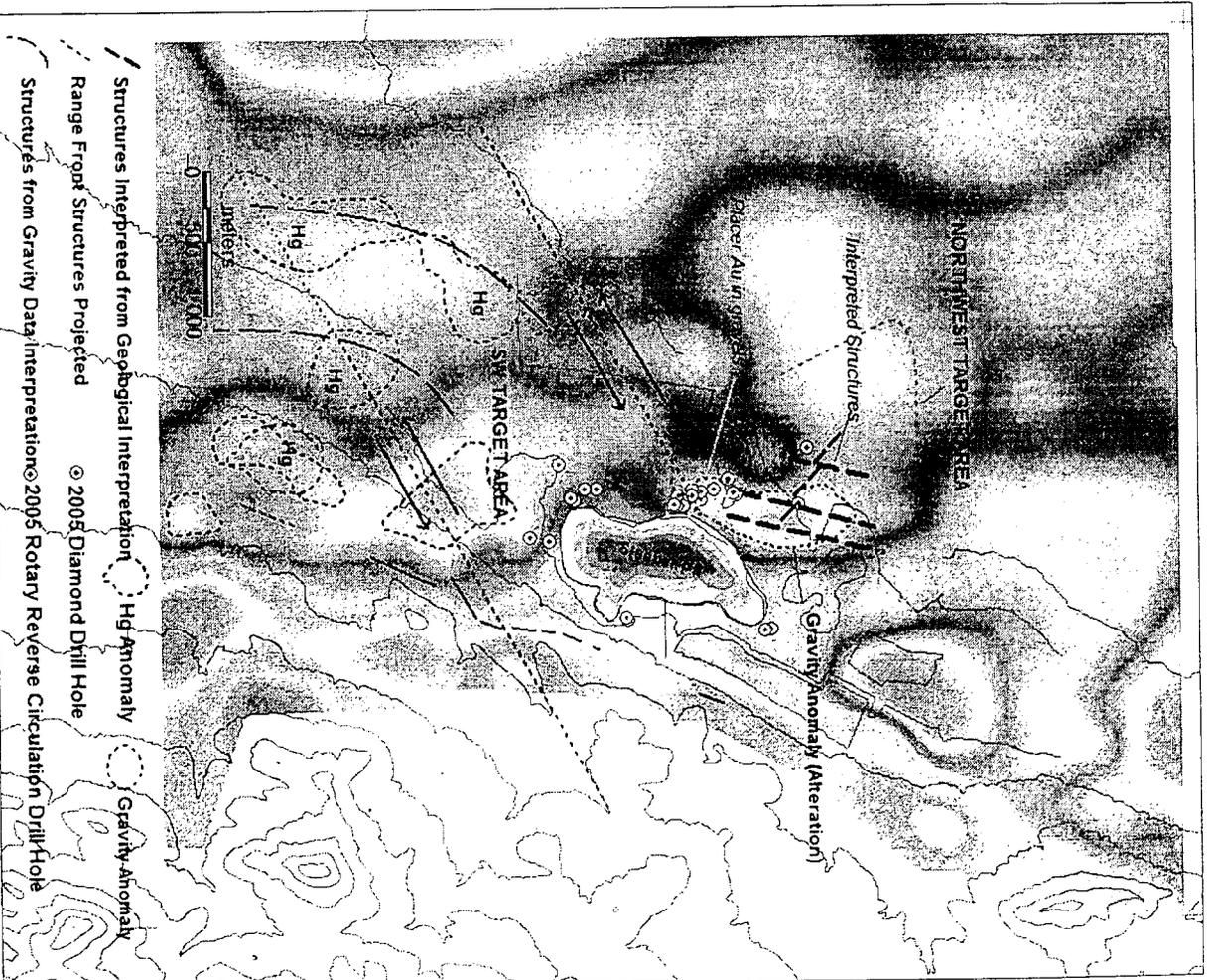
section interpretation by J. Wright
projected onto plan

NEW SLEEPER GOLD LLC
Target Summary Map
August, 2005

SLEEPER

North West Target Area

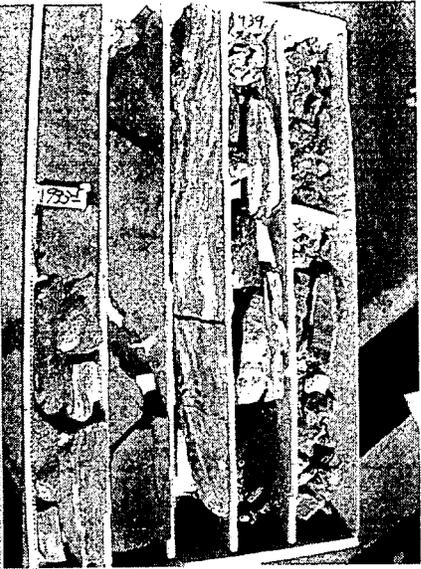
- gravity indicated alteration
- magnetic low
- interpreted structures
- anomalous precious and base metals in drillholes



NW & SW Target Areas-Residual Gravity with Interpreted Structure from Drilling.
Compilation and Geophysics

SLEEPER

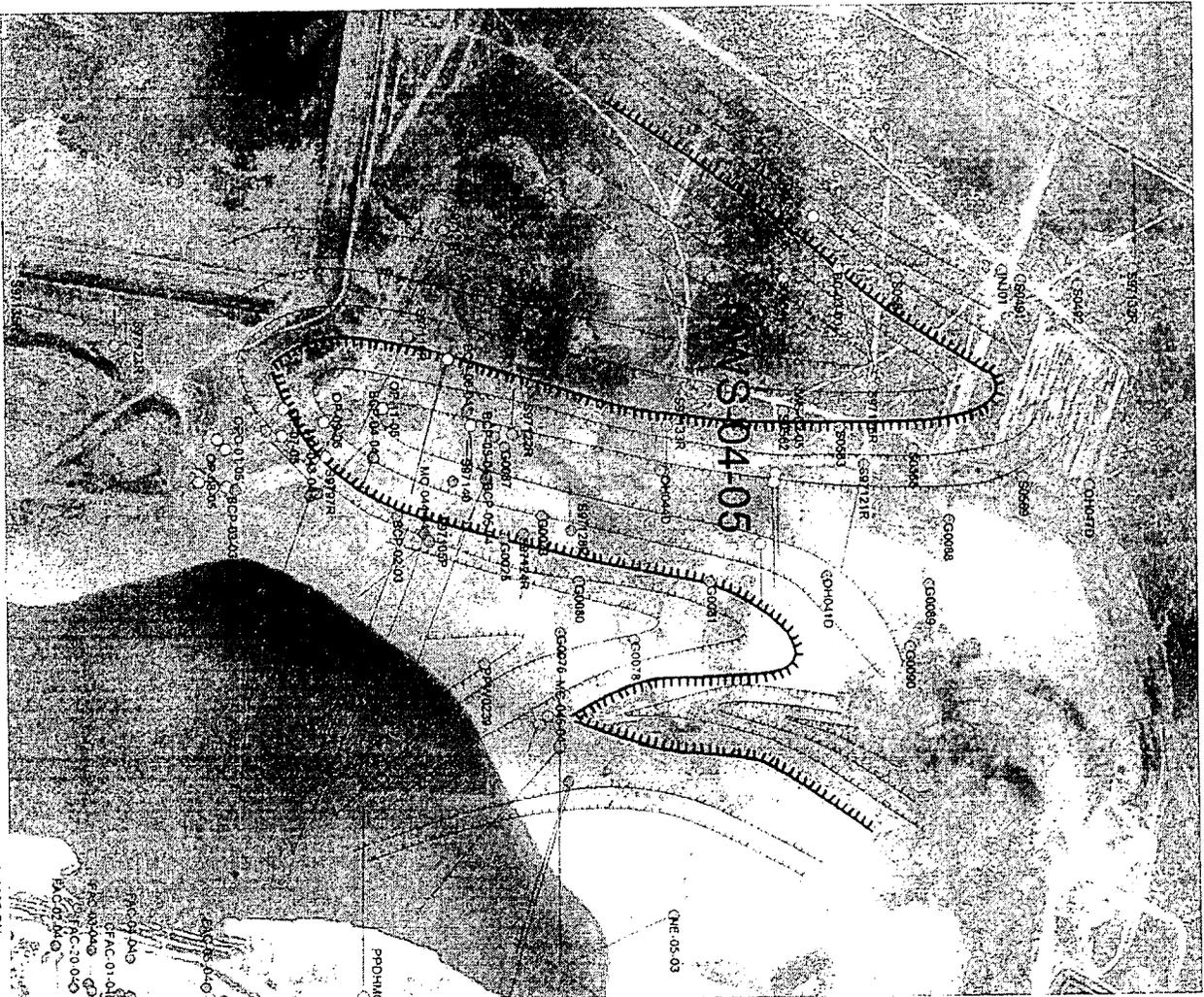
NWS-04 Drill Target



Drill core NWS-4, ~ 950 ft,
colloform banded veins



Photograph of NWS-04
east of NWS-04



NW SLEEPER TARGET
PALEO RIDGES INTERPRETED FROM DRILLING. RESIDUAL GRAVITY, ALL DRILLING

SLEEPER

South West Area

Drill Target

Coincident:

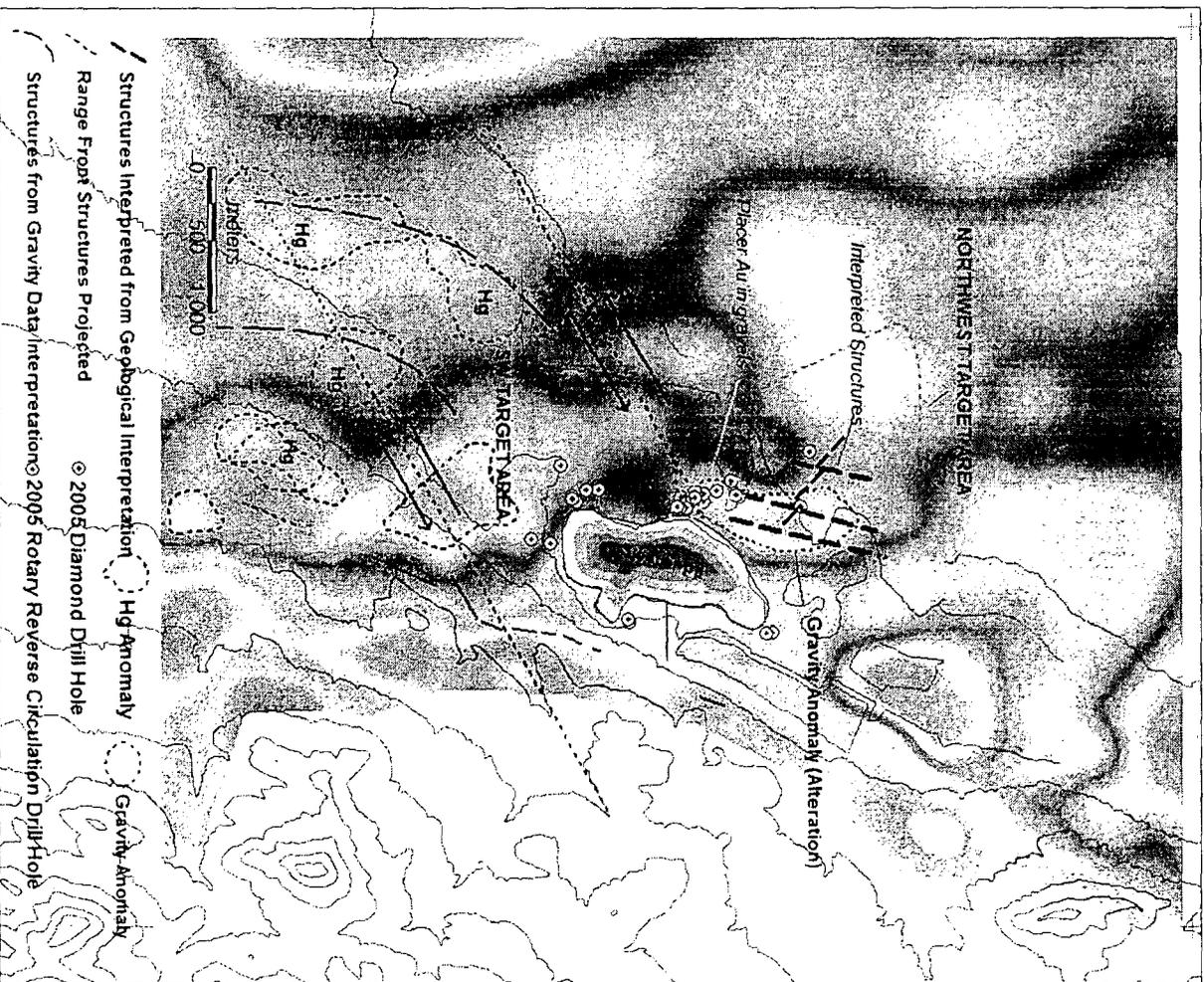
-soil Hg

-gravity indicated alteration

-gravity defined structure

-soil gas anomalies

-MIF responses



NW & SW Target Areas-Residual Gravity with Interpreted Structure from Drilling, Compilation and Geophysics

SLEEPER

South Range

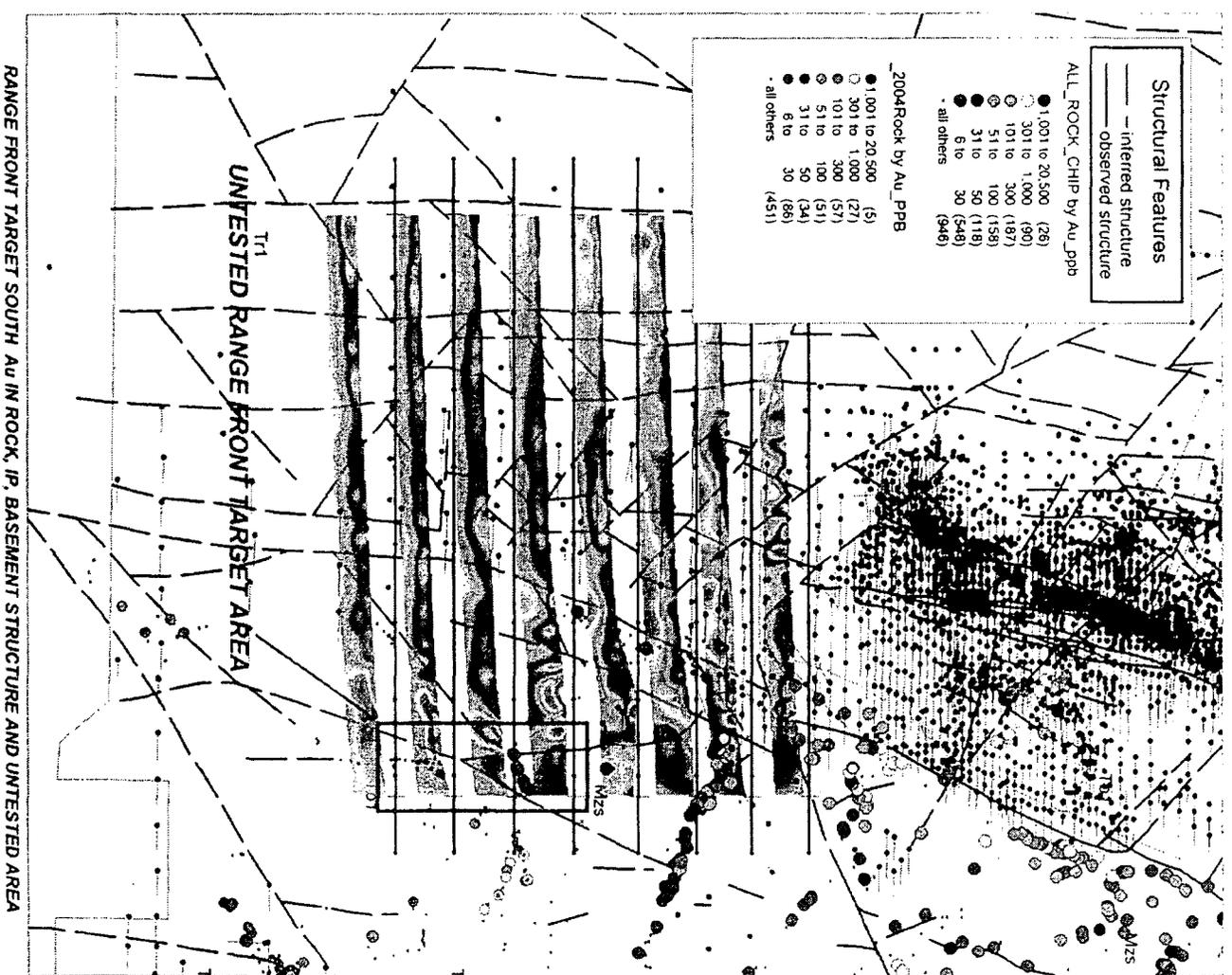
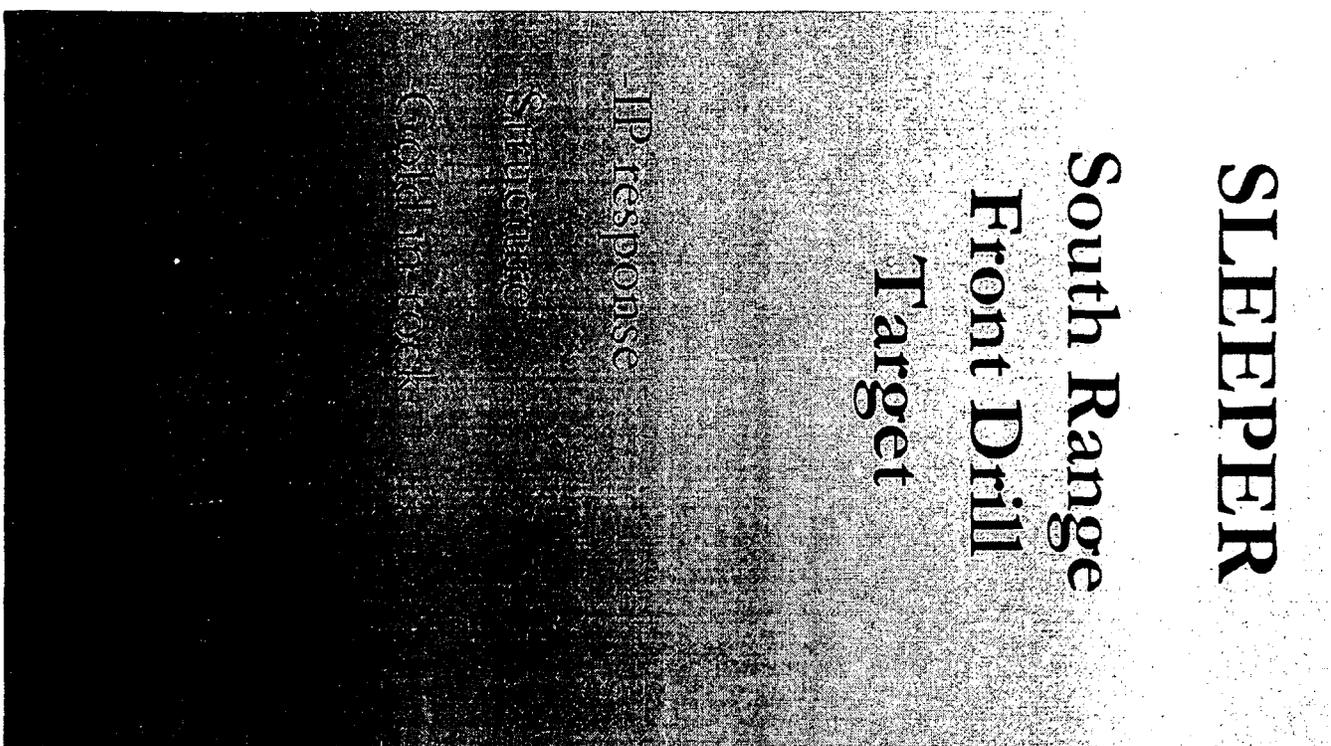
Front Drill

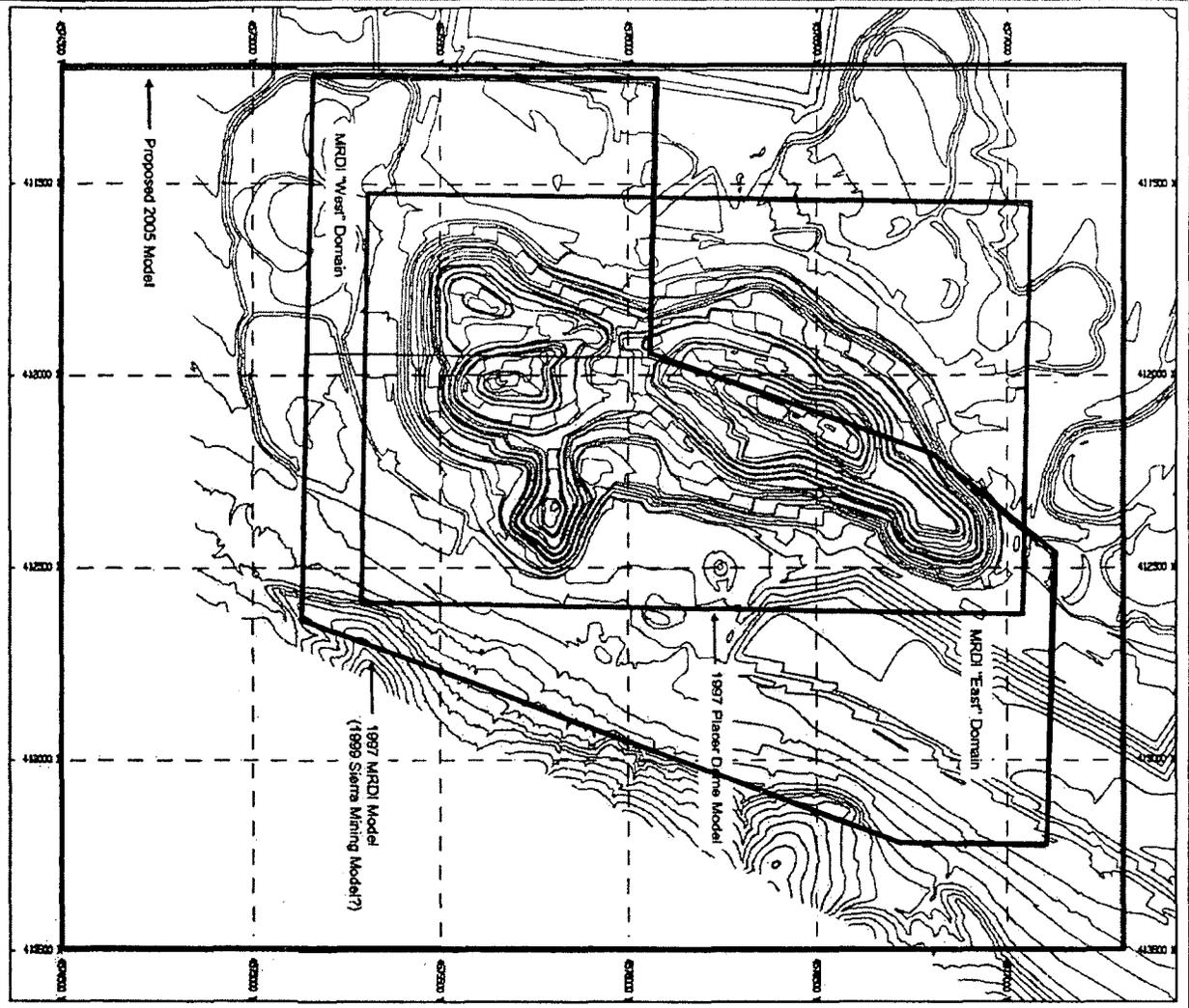
Target

IP response

Structure

Gold in rock





SLEEPER Resource Models

Outside Ammax ultimate pit

Updated resource estimate in progress

SLEEPER

August to December Program

- ~2,500m RC drilling in Northwest Target Area (and others)
- Terra Spec (clay mineralogy) analysis
- Core data synthesis and GPS compilation